

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF WISCONSIN

In re:

BT Mokler Properties, LLC,

Debtor.

Case No. 11-29929-PP

(Chapter 11)

**DEBTOR'S MOTION FOR INTERIM AND FINAL ORDERS AUTHORIZING USE OF
CASH COLLATERAL AND AUTHORIZING ADEQUATE PROTECTION AND
REQUEST FOR EXPEDITED HEARING**

BT Mokler Properties, LLC (the "Debtor"), by its undersigned attorneys, hereby moves, pursuant to Bankruptcy Code § 363(c) and Bankruptcy Rules 4001(b)(1) and 9014, for an order authorizing the Debtor's use of cash collateral and the provision of adequate protection to M&I Marshall & Ilsley Bank ("M&I"), Anchorbank fsb ("Anchor"), US Bank, N.A ("US Bank"), First National Bank- Fox Valley ("FNB"), Tom Rogers, and Duke Schneider (together the "Secured Creditors"). In support of this motion, the Debtor states as follows:

1. On June 22, 2011 (the "Petition Date"), the Debtor filed a voluntary petition seeking relief under Chapter 11 of the Bankruptcy Code. The Debtor remains in possession of its estate. No creditors committee has been appointed.
2. The Debtor is a Wisconsin limited liability company owned and managed by Christopher Mokler, his sister Sarah Laning, and their father Michael Mokler (the "Moklers").
3. The Debtor owns forty-eight (48) multi-unit apartment complexes and residences (the "Properties"), and it generates cash from renting the Properties to tenants.

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4. Until approximately June 1, 2011, the underlying Properties were owned by various related companies of the Debtor. The members of the Debtor determined that the Properties should be transferred to the Debtor to simplify its Chapter 11 filing and reduce costs. The consideration for the transfers included the Debtor's assumption of the outstanding mortgage and other obligations related to the Properties.

5. The Properties have seen a decline in their operating income consistent with the downturn in the economy, and especially in the multi-family residential housing market. The conditions in the market have made it more difficult to place tenants in the Properties, which has hurt the ability to pay the expenses of the Properties as they became due. However, there is a significant amount of equity in the majority of the Properties.

6. As of the Petition Date, the Debtor is indebted to the Secured Creditors in various amounts. The obligations to the Secured Creditors are each secured by first priority, perfected, purchase money mortgages in the Properties. The Debtor believes the Secured Creditors are oversecured or fully secured.

7. The rents and other revenues received by the Debtor from operation of the residential apartments constitute cash collateral within the meaning of § 363(a) of the Code. In order to sustain its operations, the Debtor must use cash collateral to pay its ongoing expenses.

8. The Debtor proposes to provide the Secured Creditors with the following monthly payments as adequate protection of the Secured Creditors', and, in some cases, relevant real estate tax authorities, interests:

M&I	Loan Number (Last 4 digits)	Interest Payment	Past Due Real Estate Tax Interest Payment
303-307 W. 9th St. 1875-95 S. Main St. 1012-20 Tyler St.	6080	\$1,768.93	\$278.97
519 W. Lincoln Ave. 522 High St.	6242	\$1,260.89	\$241.04

822 Cherry St. 907 Jackson St.			
520 High Ave. 1117 W. New York Ave. 1123 W. New York Ave.	8538	\$990.16	\$193.23
720 W. Lincoln Ave. 645 Frederick St. 735 Wisconsin St.	5930	\$1175.52	\$150.61
751 Woodland Avenue	6743	\$342.56	\$58.61
309 Washington Ave. 648 Frederick St. 802 Washington Ave.	5920	\$516.44	\$307.83
27 W. 11th Avenue	8353	\$180.18	\$39.03
1336 Reed Avenue	8352	\$176.17	\$65.22
303 Sweet Street	6726	\$219.79	\$48.80
506-508 Van Dyke – Ripon	7858	\$693.85	\$40
1931 Mt. Vernon Avenue	0367	\$282.05	\$45.59
417 E. Lincoln Avenue	5849	\$262.57	\$47.91
814-820 Frederick Avenue	0024	\$1229.42	\$378.86
920 Wisconsin Street 922 Elmwood Avenue 1140 High Street	9625	\$1086.83	\$88.61
818 Woodland Street 908 W. 10th Avenue 820 Wright Street	1372	\$999.69	\$89.21
717 Franklin Street 926 Elmwood Avenue 112 W. 14th Avenue 708 W. Lincoln Avenue 757 Woodland Avenue 813 Vine Avenue 919 Wright Street	3111	\$2,662.98	\$247.40
1314 Knapp Street	7591	\$309.95	\$24.75
1014 Wright Street	6781	\$366.19	\$52.64
	Total	\$14,524.17	\$2,398.31
Anchor			
1040-42 Greenwood Court 1046-48 Greenwood Court 1065-67 Greenwood Court	3267	\$2,702.43	\$478.97
608-614 Main St. Winneconne	4514	\$1,624.44	\$783.46
1225-1227 W. South Park Ave.	4522	\$549.90	\$74.09
110-112 Stoney Ridge Rd.	7039	\$726.21	\$0
	Total	\$5,602.98	\$1,336.52
US Bank			
654 Frederick Street	9118	\$258.88	\$2.77

FNB			
426 Ransom St.	4588	\$317.92	\$0 (Current)
Tom Rogers			
426 Ransom St.	N/A	\$62.49	\$0 (Current)
Duke Schneider			
835 Merritt Avenue	N/A	\$2,687.97	\$621.32

9. The proposed adequate protection represents payments of 5% interest per annum, interest only, on each loan. The adequate protection payments shall commence on July 15, 2011, and be paid monthly thereafter on the 15th of each month.

10. As additional adequate protection for the Secured Creditors, the Debtor proposes to pay real estate taxing authorities interest on all past due tax obligations, as described above.

11. In addition, the Debtor will escrow for current period real estate taxes, throughout the case. The Debtor will hold such escrows in a separate bank account at Horicon Bank. Attached to this motion as Exhibit A is the Debtor's projected cash budget for the next month.

12. Finally, the Debtor proposes to grant each Secured Creditor with a replacement lien of the same priority, to the same extent, and in the same collateral as that Secured Creditor had prepetition.

13. Approval of the use of cash collateral will be necessary to avoid irreparable harm to the Debtor's operations. The Debtor will need cash to pay monthly bills, purchase any materials necessary, and pay other expenses to continue operating its Properties and fulfilling its obligations to its tenants.

14. The Debtor requests an expedited hearing on this motion.

WHEREFORE, the Debtor respectfully requests an order:

- A. Granting this motion and approving Debtor's use of cash collateral;
- B. Granting the adequate protection set forth in this motion; and
- C. For such other and further relief as the Court deems necessary and appropriate under the circumstances of this case.

Dated this 22nd day of June, 2011

LEVERSON & METZ S.C.

/s/ _____
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BT MOKLER PROPERTIES, LLC. PROPOSED BUDGET FOR JULY 2011

INCOME:

PROJECTED INCOME - RENT \$ 76,858.00

EXPENSES:

Interest only on Notes	\$ 24,077.39
1/12 Real Estate Taxes	\$ 14,768.89
Interest on Past Due Taxes	\$ 4,358.90
1/12 Property Insurance	\$ 2,960.51
Estimated Utilities (Gas, Electric & Water)	\$ 9,528.17
Mgmt & Overhead (based on rent)	\$ 7,685.80
Repairs & Maintenance	\$ 4,489.13
Security Deposit Returns	\$ 1,000.00

TOTAL	
EXPENSES	\$ 68,868.79

UNUSED	
BALANCE	\$ 7,989.21

EXHIBIT A